# In The Matter Of: <br> Central Florida Tourism Oversight District 

Board of Supervisors Meeting

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\text { April 24, } 2024
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Orlando, Florida 32853-3082

LOCATION :

DATE TAKEN:

TIME :

REPORTED BY:

Central Florida Tourism Oversight District
1900 Hotel Plaza Boulevard
Lake Buena Vista, Florida 32830
April 24, 2024
10:33 a.m. - 11:52 a.m.
SANDRA D. BROWN, FPR, Court Reporter and Notary Public State of Florida at Large

PRESENT:
BOARD MEMBERS: Charbel Barakat, Vice Chairman; Brian Aungst, Jr.; Ron Peri; Bridget Ziegler; Craig Mateer

SPEAKERS: Pastor Norberto Fonseca, Advance Community Center; Eddie Fernandez, CFTOD Operational Safety Consultant; Stephanie Kopelousos, District
Administrator; Douglas Henley, Director of Facilities; Terry Cullen, Fleet Maintenance Manager; Christine Ferraro, Director of Energy Services; Craig Sandt, Principal Construction Manager; Ray Crooks, Director of Utility Business Affairs; Susan Higginbotham, Director of Finance; Lauren Strope, Cherry Bekaert; Justin Conley, Cherry Bekaert; Katherine Luetzow, Planning \& Engineering Manager

CFTOD STAFF: Stephanie Kopelousos, District Administrator; Paula Hoisington, Deputy District Administrator of Administration; Mike Crikis, Deputy District Administrator of Operations; Daniel Langley, Acting Counsel for CFTOD; Eddie Fernandez, CFTOD Operational Safety Consultant; Eric Ferrari, Acting Fire Chief; Alycia Mills, Executive Assistant; Matthew Oberly, External Affairs Director; Rocky Haag, External Affairs Coordinator; Tanya Naylor, Director of Security and Emergency Management; Ron Zupa, IT Service Delivery Manager; Samarth Thomas, Systems Administrator; Katherine Luetzow, Planning \& Engineering Manager; Michele Dicus, Human Resources Director; Tiffany Kimball, Contracting Officer; Yenni Hernandez, Chief Information Officer; Susan Higginbotham, Director of Finance; Joey Rodriguez, Chief Building Inspector and Interim Building Official; Christine Ferraro, Director RCES; Ella Hickey, Building \& Safety; Jason Herrick, Director of Public Works and Utilities Advisor; Roger Smith, Assistant Chief of Operations - Fire Department; Wendy Duncan, Manager - Laboratory Operations; Douglas Henley, Director of Facilities; Craig Sandt, Principal Construction Manager; Joel Edwards, Deputy Fire Chief; Holly Hagan, Security and Emergency Management Coordinator; Wendy Duncan, Manager - Laboratory Operations; Erin O'Donnell, Town Clerk and Public Records Administrator; Heidi Powell, Manager - Financial Reporting Analysis

PROCEEDINGS

VICE CHAIR BARAKAT: All right. I call this meeting to order. Good afternoon, it's -- we got 10:33. Hopefully, a little later start time, but I guess the word got out, so it's good to see you all -- good to see you all here.

We'll start with the invocation. We are honored to have Pastor Norberto Fonseca open today's meeting with the invocation. Hailing from Puerto Rico, Pastor Fonseca's dedication to service has touched countless lives. From founding the Advance Community Center to supporting Central Florida's senior community, his compassion knows no bounds. Why don't we join Pastor Fonseca as he leads us in prayer. Pastor.

PASTOR FONSECA: Thank you for your invitation, my first time here. So we're going to pray.

VICE CHAIR BARAKAT: Thank you.
PASTOR FONSECA: Dear Father, I present to you this board which you have chosen for a special assignment. I ask you for wisdom to manage the issues that will take care of our community and also business of this land. Open the heavens and
provide the resources that I know are needed for this time.

Father, be blessed and bless the life and work of each one in this room. In the name of Jesus, Amen. Thank you.

VICE CHAIR BARAKAT: Amen. Thank you, Pastor Fonseca.

PASTOR FONSECA: God bless.
VICE CHAIR BARAKAT: Now will you please join me and rise for the pledge of allegiance.

ATTENDEES: I pledge allegiance to the flag of the United States of America, and to the Republic, for which it stands, one nation, under God, indivisible, with liberty and justice for all.

VICE CHAIR BARAKAT: All right. Now, Eddie Fernandez will present our safety minute. Eddie, welcome back, Eddie.

MR. FERNANDEZ: Thank you, Mr. Vice Chair, and board members, for giving us the opportunity to share some important safety information for those guests and visitors that may be visiting us for the first time.

I'd like to point out to everyone the exit doors to your left and right at the front of the room. Please, in the event of an evacuation, grab
all your belongings and head out in an orderly fashion to the exit at the front of the building or the rear of the building.

And when you arrive outside, you'll see that our employees have assembled at the ends of the parking lot. Please meet them there until we have further notice from emergency responders on whether we can enter the building again or not.

In the event that we need a first-aid kit or an AED defibrillator, we have those at the front security desk. Thank you very much and enjoy the meeting.

VICE CHAIR BARAKAT: Thank You, Eddie. Our next item is our public comment period. Thank you -- well, I would -- thank you to those who signed up to offer public comments. It doesn't sound like we have any, but I'll thank them anyway.

This is a general reminder this is the time for public comments, not a question-and-answer period for the Board. It's important for us to receive public comments so that we can enact the will of the people of Florida. Each person would have three minutes, and we'd ask that they introduce themselves and any affiliations they may have.

No one has signed up for public comment; however, I guess I would just -- you know, I'd note -- I'd send a message to our friends at the Disney Defenders, we miss them, and I hope they're -- hope they're doing okay.

So we will move on, then, to the consent agenda. We have three items on today's consent agenda: Approving the meeting minutes, approving a second amendment to the Amended and Restated Labor Services Agreement with RCES, and renaming the fire department.

I did want to take a moment to discuss -well, item 6.2 and maybe a quick note on 6.3, as well. But the March 27th, as I think a lot of you will recall, we reached a settlement agreement between the District and Disney that on March 27th, the last meeting. That agreement requires the execution of an amendment to the Amended and Restated Labor Services Agreement with RCES in order to shorten the term of that agreement to end on September 30th, 2028, and to delete the automatic renewal terms.

The approval and execution of the second amendment to the RCES agreement on the consent agenda satisfies one of the conditions of the
settlement agreement.
And I would just note on -- as to 6.3, I'd like to congratulate Chief Ferrari. It's a wonderful new name and logo, and I hope to start seeing that logo on, you know, polo shirts and other things going forward in the very near future.

So with all that being said, is there a motion to approve today's consent agenda?

MR. AUNGST: So moved.
MR. MATEER: Second.
VICE CHAIR BARAKAT: Okay. Is there a second? Second. All those in favor, say yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All those opposed, say nay. All right. Hearing none, let the record reflect that the consent agenda passes unanimously. Thank you.

Now we'll move on to the management reports. I would like to invite District Administrator, Stephanie Kopelousos, to deliver the management report and present the excellence awards. Stephanie, the floor is yours.

MS. KOPELOUSOS: Thank you, Chairman, and thank all of you for the opportunity to serve in this role. I've been here about a month drinking
out of a fire hose. I want to thank the team here for their patience. They have tried to get me up to speed on all the pertinent issues, and a lot of issues still they keep saying there's more, there's more, there's more. So I'm doing my best to get up to speed, but just grateful for the opportunity and appreciate the team and their patience and the briefings that you have all done to help me get up to speed.

One note I do want to talk about before we bring up our team is the Relay for Life event is Saturday at Maxwell Field. So we've had an absence of doing that for four years, I think, now, and so we're bringing that back, and so Saturday we'll have a full day for a great cause. So just if everybody can plan on being out there, and just want to shout out to Jennifer Johnson for all her work on getting this off the ground and getting things moving.

So on that note -- so for our recognition, I have to say there's a lot of people I've heard about when $I$ first started here. Nancy McLean is one of them. She's the District's fleet coordinator. She's the one nominated today for the excellence award, and I have to say, there's no one
who epitomizes hard work and dedication to this organization. She's been carrying more than her weight over the past little bit, and so it's my honor to recognize her today. Bring her up, along with Douglas and Terry to say a few things.
(Applause.)
MR. HENLEY: Good morning, everyone. So I'm Douglas Henley. I'm your new director of facilities and the actual newest member of the facility management team. And you can imagine being new, how great this is to have someone within our team honored today. So, Terry, I'd like to introduce our fleet manager, and my teammate, Terry Cullen, who's going to introduce the award.

MR. CULLEN: Thank you, Douglas. First of all, I'd like to say thank you to senior leadership and to the Board for making awards like this available. There's -- it's an extraordinary thing that you guys do.

When I started not long ago, Nancy was my shining beacon, as it were, for this new role that I entered into. So there's no one that is better suited for that. Knowing everyone within the District, knowing how the intricacies work in and out, different departments and the inter-department
relations, absolutely fabulous.
Nancy not only rolled with -- as the fleet coordinator and fleet but acted as the administrative assistant in facilities. And when that position was filled, mentored Beatrice into that role, as well as showing me the ropes as it were.

So I think everyone in the District would agree with Stephanie that there is no one that epitomizes that spirit of teamwork and cooperation that the District should be very proud of than Nancy. So with that being said, I'd like to present, on behalf of the District, Gold Excellence Award for Nancy McLean.
(Applause.)
MS. KOPELOUSOS: If we can get the Board members, too, to come up and let's get a picture. VICE CHAIR BARAKAT: Yeah, let's take a photo. Wonderful.

MS. KOPELOUSOS: Thank you. Congratulations.
(Photograph taken.)
MS. ZIEGLER: Stephanie, you don't want to be in this one?

MS. KOPELOUSOS: No, you're good.
MS. ZIEGLER: Okay. Thank you.

MR. AUNGST: Congratulations.
MS. KOPELOUSOS: Mr. Chairman, that is my report.

VICE CHAIR BARAKAT: Thank you, Stephanie, and congratulations and thank you, Nancy, again.

Now we will move on to new business, and I think -- I think we're breaking a record today with nine agenda items, so already -- already back to the people's business. I love it.

For new business, nine items to consider. First, we have the contract change order for Project $U$ chilled water service installation. I'd like to invite Chris Ferraro, director of energy services, up for a brief presentation. Hi, Chris, good to see you back.

MS. FERRARO: Thank you. Good morning.
VICE CHAIR BARAKAT: Good morning.
MS. FERRARO: Good morning, Chairman of the Board, board members, and district administrator. I am going to take the first seven items on the agenda today. I'm getting loose up here, getting ready, here we go.

VICE CHAIR BARAKAT: Yeah, keep your knees bent.

MS. FERRARO: So the first item for board
consideration is approval of a contract in the amount $\$ 2,150,000$ to Southland Construction for construction of utility service for chilled water for Project $U$. The customer is contributing a significant portion to the cost of this project. Their contribution will account for $\$ 1,918,002.72$ toward the $\$ 2.15$ million requested for board approval today.

So we began our journey with this new project in January of 2022. The customer submitted the utility service request for electric, potable water, wastewater, and reclaimed water. Those utilities are under construction and are moving along at a good pace.

Next slide, please. For the chilled water service, there was some complexity because this project is located within the confines of the District roadway work, World Drive North, Phase III, part one. So we evaluate this from a utility service perspective. We said, hey, it's great news. The plant and the pipes that go there have the capacity to serve the customer. We would like to connect them; however, the current pipes are being relocated to the new roadway section.

So this has been communicated to the customer,
and the customer will wait for permanent chilled water service until the utility roadway work relocates those chilled water pipes.

From a timing perspective, we did account for this customer in design World Drive, Phase III. Just putting some taps off the new chilled water pipes, but then we did not have all the information from the customer on their load and their demand until that project was bid; hence, the change order request.

So from a -- we can go to the next slide. So this is the scope of work for the customer, so we're going to connect to the new pipes along the relocated roadway, come underneath through a jack-and-bore method, install 96 feet of pipe, and we're going to come up above grade. You can see that on the picture on the right, and make provisions there for permanent chilled water service for the customer and also for them to connect temporary chilled water service. So they're going to provide their own chilled water with mobile chillers until the District service is available.

So the total cost of this installation is $\$ 2,476,788.89$. The customer is contributing 90
percent of that. They're contributing a total of 2,217,686.29, and that's in accordance with the District's -- essentially, they're tariffs for chilled water service. So the District expects to invest and get a return on revenue in a timely manner. For our chilled water utility, that's two years. So the customer gets credit for two years worth of projected revenue, and then they pay the remaining cost for utility service.

When we look at its portion, it's going to be a portion of this contract of $\$ 2.15$ million. The District is recommending -- District staff are recommending a change order to the existing contract with Southland Construction. The work will be executed by Garney Construction, which is a subcontractor for the mechanical utilities on this roadway project.

I want to tilt my hat to our District construction manager for helping the utility division negotiate this contract and this change order amount. We think it makes sense for this work to go to that contractor. They are on-site, they are mobilized, it's efficient, and we'll have great coordination between the roadway project and the new connection for the customer. To have
another vendor out there would probably cause delays in our roadway work and Craig would be impacted. And we like Craig, so we're recommending that it move forward this way.

I think $I$ have one last slide, just some details. So the customer, as described before, is paying 90 percent of the cost for this installation and for their service. It's going to be funded through -- what's remaining for the District to be funded will be funded through utilities planned work program in fiscal year ' 25 .

VICE CHAIR BARAKAT: Okay. Great. Thank you, Chris. And I'll just -- obviously, we'll have a chance for the other board members to speak. I'll just add, this is -- I've had the opportunity to tour this -- the area of this project a couple times with Craig, and I, too, love our construction team. Is -- this is what they call a high degree of difficulty project. No easy thing, high traffic area, high use, right in -- you know, I guess what you might call the high-rent district. You know, a lot going on, and so it's difficult work and glad to see it go forward with a great contractor in place.

So is there a motion -- well, unless anyone
has anything else? Any other comments? Questions? Is there a motion to approve the contract change order for Project $U$ chill water service installation?

MR. AUNGST: So moved.
VICE CHAIR BARAKAT: Is there a second?
MR. MATEER: Second.
VICE CHAIR BARAKAT: Thank you. Thank you, gentlemen. All those in favor, say yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All those opposed say, nay. Let the record reflect the motion carries unanimously. Very good.

Next we'll move on to the contract for network security and video upgrades for utility infrastructure, item 8.2 on the agenda, $\$ 699,648.17$ with Alert Security, Inc. Chris.

MS. FERRARO: Thank you. So this work is part of -- and we can go right to the next slide, if that's okay. This work is really part of our effort to remain best-in-class from a Department of Energy perspective from security and resiliency of our electric system. So we have partnered -again, $I$ want to shout out to all my partners here with Tanya Naylor at the District, and we have
reviewed the electric infrastructure and have recommendations for enhancements for cameras and for monitoring.

We aren't going to go into the detailed scope here because that's kind of a critical infrastructure issue, so we're going to keep that -- the details out of the public forum. The -- from a bid and contract perspective -- if we can go to the next page. We are recommending this contract award go to Alert Security, Inc.

It is part of the District's procurement policy that this work does not need to be competitively bid; however, in part of our due diligence, we looked at all of the parts and pieces and equipment for this work and benchmarked against three other providers and found that the costs were competitive, just to do our due diligence.

So we're recommending board approval of this contract to Alert Security, Inc. They do do business as Signature Systems of Florida in the amount of $\$ 699,648.17$.

VICE CHAIR BARAKAT: Is there a motion to approve the contract change order for network security and video upgrades for utility infrastructure?

MR. MATEER: Move approval.
MR. AUNGST: Second.
VICE CHAIR BARAKAT: Okay. All those in -upon that motion and a second, all those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed, say, nay. Hearing none, let the record reflect the motion carries unanimously. Thank you, Chris.

MS. FERRARO: Thank you.
VICE CHAIR BARAKAT: We'll move on to 8.3, award of a three-year contract for compostable waste stream transportation and disposal services in the amount of $19,278,591$-- note we didn't get down to cents on this one -- with CompostuSA of Sumter County, LLC.

MS. FERRARO: Very good. Thank you. We can move right to the next slide, please. So just a little bit of background on the need for this contract. So the District does collect about 70,000 tons per year of waste that can be treated and brought to a class AA standard that can become fertilizer that can be land applied. So we want to keep those materials out of landfills.

There's four waste streams: yard waste, food
waste, manure and bedding and then biosolids from our water recovery -- water resource recovery facility. So we look where there are agriculture applications for this byproduct once it's treated. Next slide. So we did go out for bid, and, again, $I$ need to tilt my hat to my District partners. Tiffany helped us with this quite a bit, our chief contracting officer. We had a vendor in place, but Tiffany went out and researched everyone that had a composting license that was within an area that could be hauled and disposed and offered this to bid. So we did try our very best to get other bidders, but with that volume of materials, we had one bidder that chose to come in and provide this service.

So it's a three-year agreement for hauling and disposal, so it's gathered by the District and comes into a transfer station, and it's loaded there and hauled to a composting facility.

Then they go through the whole process where they take this right to sale of the materials that are treated and can be used for fertilizer and land application. We also wanted someone to operate our District yard waste facility. That was one of our waste streams. Thousands of tons of yard waste per
year comes through, and it's handled and loaded for disposal and compost.

So our responsive bidder was CompostUSA of Sumter County. We offered two options in our bidding contract. In our food waste stream, it's post-consumer food waste, so we do get a lot of waste capture, but we also get some plastic knives and forks, and other things that come into that waste stream, and the vendor needs to handle that, and they can't go into their composting rows.

So we offered to two options for that food waste. We said, hey, we know you have to look at contamination, give us a cost per pound handling the contamination, or if you have a solution that we can participate in funding, give us an upfront cost and then give us a per-ton cost, as well.

So they did provide two options, and providing the upfront cost to them was cheaper. It came in as an advantage to the District of almost $\$ 586,000$ over the three-year-contract. So we are recommending that alternative bid where there's an upfront payment to the vendor and then a lower per-ton fee going forward for food waste.

I think on the final slide this is captured. So three places pay for this work. We pay for this
out of routine operations and wastewater. It's included in the budget that's captured through utility rates. And our solid waste rates rolled up and included in those rates, and we have that one-time payment that $I$ discussed. It's about $\$ 1.78$ million, and that will be an expensed payment that will be paid from pre-collected, unrestricted reserve funds. So that's already been collected through rates, and it's there waiting for an appropriate use.

Any questions?
VICE CHAIR BARAKAT: Yeah. Chris, when you say -- when you say "yard waste," I assume that's sort of a colloquial term, but, I mean, we're talking about landscaping and trimmings.

MS. FERRARO: Correct, all the landscaping, cuttings, trimmings. It's a really significant volume.

VICE CHAIR BARAKAT: Yeah. Lot of green space. Absolutely. All right. Well, great. Is there -- unless there's any discussion, is there a motion to approve the contract for compostable waste stream transportation and disposal services?

MS. ZIEGLER: Move approval for 8.3.
VICE CHAIR BARAKAT: Thank you. Is there a
second?
MR. PERI: Second.
VICE CHAIR BARAKAT: All those -- upon second, all those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All those opposed, say, nay. Hearing none, let the record reflect the motion passes unanimously.

On to agenda item 8.4, the award of a three-year contract for single-stream recycling services in the amount of -- let's say, approximately, $\$ 1.2$ million with Recycling Services of Florida, Inc. Chris, please.

MS. FERRARO: Thank you. Again, it's a great business in waste. Lots of volume. If we go to right to the next screen, we can talk about a little background on what is collected.

So the District, in this case, cuts about 16,500 tons of mixed recycling. It's baled cardboard, baled film, and sorting. Before we collect that and send that for disposal in the -handling the disposal in the recycling commodity market.

So, in history, our recycling contract had a rebate structure, so we basically went out and said
to that recycler, hey, haul it away, sort it, process it, and what you sell it for we will share that cost.

So there was no real price certainty of the District within the last five years. In one year, our cost was $\$ 2.4$ million for that work, some years we've gotten $\$ 200,000$ in favorability, but it doesn't really incent that a vendor to take that material to market, right? The District really has all the risk, because if they don't take any of it to market, we're going to bear that cost, as well.

So, again, another shout out to Tiffany, our chief contracting officer. I'm sorry, Tiffany, but we have -- we have to call you out. So Tiffany said, hey, I've seen this done differently. Let's go out for a fixed bid. Let the vendor bear the risk, and then there will be more incentive to take more of this waste to market and get the best price.

So if we go to the next slide. So we did have three bidders in this space for those three materials: mixed material, baled cardboard, and film, and we are recommending award to Recycling Services of Florida, out of Clearwater, Florida, in the amount -- for a three-year contract of 1
million -- approximately, $\$ 1.2$ million. The cost per ton for this hauling and disposal is \$23.65.

If we go to the next slide. From a funding perspective, this is all recovered through utility rates. It's part of routine operating expense in the solid waste utility budget.

VICE CHAIR BARAKAT: Okay. Very good. Wow. There you go. Special effects. Thank you for that presentation. I noticed the vendor is based in Clearwater, Florida, so the home of world class recycling services, according to -- according to board member Aungst. Anyway, thank you.

Is there a motion to approve the three-year contract for single-stream recycling services?

MS. ZIEGLER: Move approval for agenda item 8.4.

VICE CHAIR BARAKAT: Is there a second?
MR. PERI: Second.
VICE CHAIR BARAKAT: All those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed, say, nay. Let the record reflect that the motion carries unanimously.

The fifth item of business is the award of a
contract to replace the Anoxic Lift Pump No. 1 at the District Water Resource Recovery facility. Chris, please.

MS. FERRARO: All right. We can go right to the second slide. So this equipment is located -we call it the Water Resource Recovery Facility, but we're really just trying to be fancy. It's the wastewater treatment plant. We're trying to re-brand our waste business.

So there are three of these pumps located at the plant that are anoxic lift pumps, and they take water in one part of the plant, and they move it to another part of the plant. There are seven pumps in total, but these triplets here, the three that you see are all from 1992.

Recently, we have replaced Anoxic Lift Pump No. 2. This proposal is to replace Anoxic Lift Pump No. 1. We did evaluate, you know, they are a tried and true technology method. We do have some submersible pumps, too, but they would have required significant modification to the electrical system in the plant and been much more expensive.

These are called Archimedes screw pumps, been around a long time. The technology works. The pumps can even run -- they can run wet or dry, and
they're a really solid part of the wastewater business.

We can go on. So this will be executed in fiscal year '25. We have a long lead time on this equipment. It's about a year for one of these pumps to be procured and installed.

If we can go to the next slide. So we did go out for a competitive bid. We did receive one bid for this work from Evoqua Water Technologies in Pittsburgh, Pennsylvania, we have used them before, in the amount of $\$ 1,227,017$. We do feel good about moving forward with this screw pump technology. All of the parts are readily available, and it's still very relevant in the industry.

Are there any questions?
VICE CHAIR BARAKAT: Chris, so they were -they've been in use since 1992. Would you say, are they -- how far along in their useful life are they?

MS. FERRARO: They are past their useful life. We think about it as about 30 years, and that's kind of what we're seeing. I do envision that in our capital improvement plan, we will recommend replacement of the third of those pumps probably in the upcoming fiscal year.

VICE CHAIR BARAKAT: Great. Sounds urgently needed. Thank you. Is there a motion to award the contract --

MR. PERI: I do have a --
VICE CHAIR BARAKAT: Go ahead, Ron. Sorry.
MR. PERI: Okay. So pump No. 2 is the one you're replacing at this point?

MS. FERRARO: We replaced -- we can go back to the picture. That makes it easy. We replaced pump No. 2 very recently.

MR. PERI: As of 2024.
MS. FERRARO: Correct.
MR. PERI: Okay. So it's 1.
MS. FERRARO: This is pump No. 1.
MR. PERI: And three. With pump No. 1, is there any risk if it completely failed that it can't -- in other words, are we at risk as we wait the one year? Should we be looking at the plan for pump No. 3 already?

MS. FERRARO: That's a great question. So there are seven pumps at the plant. Three of these are -- so we have redundancy, but we will probably be coming to the Board probably in fiscal ' 25 with a lead time for these pumps to recommend approval for replacement of that third pump.

MR. PERI: How likely is it we might have a double failure?

MS. FERRARO: Very unlikely.
MR. PERI: Okay. Thank you.
VICE CHAIR BARAKAT: Good questions. Any others?

MR. MATEER: Move approval.
VICE CHAIR BARAKAT: Okay. Is there a second? MS. ZIEGLER: Second.

VICE CHAIR BARAKAT: All right. All those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed, say, nay. Hearing none, let the record reflect that the motion on agenda item 8.5 passes unanimously.

All right. We'll move on to the sixth item of business. The award of the contract for Epcot Energy Plant boiler No. 1, replacement and low temperature hot water valve automation with Harper Limbach, LLC. Chris, please.

MS. FERRARO: Thank you. So we're finally out of the wastewater space and the waste space, and we're moving into the Epcot Central Energy Plant. You can tell that we like to build things in threes, so at the Epcot Central Energy Plant, there
are three boilers that were original to the construction of that facility in 1981.

They are 27 MMBtu per hour, natural gas fired units. And we call it low temperature hot water. It runs at 200 degrees Fahrenheit. We compare that to the hot water system that's in the first part of the property in the north service area, and that was constructed and runs at 350 degrees Fahrenheit, so probably not low temp hot water by our current standards that you would think about in our home.

But those boilers are at the end of their service life. We have invested to try and extend that life. But we've done two replacements and some cheap repairs and replacements, but they're just ready for a full replacement now.

So we're coming to the Board today to seek approval to award a contract to Harper Limbach in the amount of $\$ 1,898,715$ for installation, replacement of that boiler including all of the control systems and pertinent devices. Included in this scope of work is the automation of 18 valves. All of the valves that are inside the low temperature hot water system at the plant right now they are on the ceiling of the plant, and you have to get a high reach or other equipment or a ladder
to go up and operate these valves.
It's slow, it's difficult for our personnel to status those valves, and it usually status them sometimes as part of an emergency, and it's not -valves sometimes leak, and it's just not a good idea to have a leaking valve with hot water and a person in its path. So we are proposing the automation of those valves, and that's included within this scope.

If we go to the next slide. So, overall, from a project perspective, anticipating the cost of $\$ 2,363,148$, that will be paid by funds on hand that were issued in 2021, we call them the 2021-2, utility revenue bonds and because this is considered a non-traditional utility, as part of the hot water system, that's taxable borrowing, so you'll see that noted here that there's a taxable borrowing.

So in addition to the contract with Harper, there are also some general requirements for the project and allowances for soft costs included in that $\$ 2.36$ million amount.

VICE CHAIR BARAKAT: Good. Okay. Thank you. Any -- any questions about this? All right. Is there any -- well, in that case, we'll entertain a
motion for passage.
MR. AUNGST: Move approval.
VICE CHAIR BARAKAT: Is there a second?
MR. PERI: Second.
MS. ZIEGLER: Second.
VICE CHAIR BARAKAT: Thank you. All those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed, say, nay. Let the record reflect the motion passes unanimously.

And, Chris, we're on to home stretch.
MS. FERRARO: We are, but, unfortunately, we're going back to the wastewater plant, so here we go.

VICE CHAIR BARAKAT: All right.
MS. FERRARO: Yes, this is a request for contract approval from Handex Consulting and Remediation in the amount of $\$ 909,000$-- \$909,792 for removal of sediment build-up from train No. 3 at the wastewater plant.

So our process of the District's plant is biological nutrient removal process. We're looking to remove nitrogen and phosphorous from the waste stream to comply with all of our Florida DEP
regulations. So there's a big tank that you'll see pictured there. We have divided them up into four segments that we call trains. Of those four trains, three are available.

Train No. 1 was not commissioned. It would be for our future plant expansion. The plant capacity right now is 20 MGD, and we treat about 4 billion gallons of wastewater per year.

We have already cleaned out train No. 4, so the process to clean out one of these trains is about 25- to 35-foot deep concrete train, and they are -- there becomes sediment that lives in the bottom of that train from the wastewater process. So you drain them, and then you have to clear out all that sediment so you can evaluate the condition of the fans and other pertinent devices that are at the bottom of that train.

It is a complex scope of work. We have partnered with our fire department personnel to understand how we can safely get folks out of that space if we would have an event. The complexity of that space and work environment, and the layers of scaffolding that are required to reach the bottom of that and raise that sediment up and dispose of it appropriately drives the expense cost for this
project.
So we did go out for bid in this space. We only received one bidder, but we have worked with them before. It's Handex Consulting and Remediation. This is a full expensed project.

If we can go to the next slide, please. It's funded -- it will be funded through utility planned work expense budget. That budget is in fiscal '24 and is fully funded through the existing utility rate structure.

VICE CHAIR BARAKAT: So it sounds like -- and this is obviously -- it's a complex project, you feel like we've -- we've taken the best measures we can to ensure the safety of those working on it.

MS. FERRARO: Correct. We learned a lot through the one train that we already cleaned and remediated. A lot of partnership with what's the effective way if we had to reach someone at the bottom of that train, and how do we safely get folks up and down if we would have to go in for a rescue. And then just for the complexity of work, at that depth, that's something we don't want to think about, people being on ladders and removing that sediment from the bottom.

So it is the safest way to do this work, and,
you know, there's a lot of complexity in it, which probably led to some folks opting not to bid because of how we're specifying the work to be done, but it is the best way.

VICE CHAIR BARAKAT: Sure. Okay. No,
that's -- that's safety first. That's the important thing. Thank you, Chris. Is there -- is there a motion to approve item -- agenda item 8.7?

MS. ZIEGLER: So moved.
VICE CHAIR BARAKAT: Thank you. Is there a second?

MR. AUNGST: Second.
VICE CHAIR BARAKAT: Very good. All those in favor of approving agenda item 8.7, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed, say, nay. Hearing none, let the record reflect that motion eight -- or agenda item 8.7 passes unanimously.

MS. FERRARO: Thank you.
VICE CHAIR BARAKAT: Thank you, Chris. Well done. We're now on to the eighth item on the agenda, the award for the installation of landscaping and irrigation in the Epcot Resorts Boulevard Phase II area and development. I'd like to welcome -- welcome back, Craig Sandt, principal
construction manager, up to present. Craig, great to see you.

MR. SANDT: Thank you, Mr. Vice Chair, members of the Board. Here to present for the next item for consideration for the Epcot Resorts Boulevard Phase II area of development project.

A little brief overview of the project. This project supports the Epcot Resorts bridge replacement project, which was Phase II. The area of development project replaces irrigation and landscaping that was torn up adjacent and in front of the Dolphin Resort. The scope includes not limited to maintenance of traffic, erosion control, grading, trees, plants, shrubs, ground cover, and irrigation system. The scope also includes some directional drilling in connections to the existing systems with new irrigation controllers.

Just a brief overview, history of the project, too. Back in 2020, we started the Epcot Resorts Boulevard bridge replacement project. Basically, a horseshoe loop in through resorts over there. We replaced the bridge on the east side of the roadway, rebuild and resurface half the road. That was Phase I. Phase II was the west side of that roadway where the arrow is replacing the bridge.

In doing that, we had to relocate utilities, which, in turn, created some sight lines in which you can see from the next slide, sight line challenges. This was the start of the project.

Next slide, please. And this was what was left. As you can see in the parking lot there, we removed some substantial screening of those resorts, and also out into World Drive, which is the bottom road out there. So this is the landscaping -- next slide -- that was proposed, that is proposed, in the area two, and that replaces the screening along the areas that we disturbed.

So -- next slide. On January 11th, 2024, this project was released for competitive bid for landscaping -- landscaping contract. We had two responsive bidders, Cepra Landscaping, and Green Construction Technologies. Cepra Construction was the lowest, most responsive bidder; therefore, we're requesting approval for contract with Cepra Landscaping, LLC, for the installation area development amenities associated with the Epcot Resorts Boulevard bridge replacement Phase II project in the amount of $\$ 420,821$ and the all important 92 cents.

So funding for this project is through the 2016 to 2020 transportation ad valorem funds. The budget was approved back in 2018. The total budget for both bridge replacements and landscaping was a total of $\$ 16.5$ million, and this will conclude the work in that corridor.

VICE CHAIR BARAKAT: Great. Thank you, Craig. Any -- board members, any questions?

MR. AUNGST: Yes, Mr. Chair. Craig, thank you, sir. I just wanted to confirm this -- all this work is proposed to be done in the right-of-way, which we have responsibility to maintain?

MR. SANDT: There's some -- there's some work that's actually up on the Tishman Hotel, Dolphin property, too. We do have a temporary construction easement to do that work up and through there.

MR. AUNGST: And so that's an area of their property that we disturbed with the project?

MR. SANDT: That is correct, yes.
MR. AUNGST: And maintenance, we would maintain right-of-way, they would maintain their property?

MR. SANDT: That is correct.
MR. AUNGST: Okay. Very good.

VICE CHAIR BARAKAT: Other questions? All right. Yeah, Craig, thank you. Yeah, last year, obviously -- right, as you've seen, the completion, rebuilding to significant bridges, resurfacing of Epcot Resorts Boulevard. We've got a local -- Buy Local bidder. Looks like a significant delta between their bid and the next highest bidder, which is -- which is -- you love to see.

And it's great that we get this work done, but, obviously, we want to make sure we're building back up to the landscaping of the high standards of beauty that we want to maintain in the District. So, congrats. It's great to see this project come to an end. Thank you, Craig.

With that, I'll take a motion to approve -approve this agenda item.

MR. AUNGST: So moved.
VICE CHAIR BARAKAT: Second?
MR. PERI: Second.
VICE CHAIR BARAKAT: All those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: Any opposed? Hearing none, the motion passes unanimously.

MR. SANDT: Thank you.

VICE CHAIR BARAKAT: We're on to agenda item 8.9. The ninth item is a 20-year contract for the purchase of 74.5 --
(Brief interruption.)
VICE CHAIR BARAKAT: Oh, gosh. Sorry about that. The purchase of 74.5 megawatt alternating current of solar energy and environmental attributes from Bronson Solar, LLC.

I'd like to welcome Ray Crooks, director of utility business affairs, up to present. Hi, Ray.

MR. CROOKS: Good morning, Mr. Chair, and members of the Board, and welcome, Stephanie.

MS. KOPELOUSOS: Thank you.
MR. CROOKS: I appreciate the opportunity to present this solar project and purchase power agreement to the Board. This has been a long time coming for the District. A little bit of history is in order.

Next slide, please. The District has three renewable sources of supply for their energy needs on property and to its customer base. The first one, that probably everybody in this room has seen, is the most photographed solar facility in the world. We call it the Mickey Solar Ray. That's on the left side.

The middle one is called the Florida Citrus Solar facility, and it's on the western part of the property. If you've driven down 429, you'll see it -- if you're going south, you'll see it on your left-hand side. And then the third one, the Bell Ridge Solar, which is a project by NextEra Energy, came online in September of 2023, and it has been performing exceptionally well. Actually, it's been producing even more energy than they even forecasted.

And so those three essential pieces of the portfolio provides about 21 percent of the energy consumed by CFTOD's customer base, so it's a significant part of our portfolio.

Just for informational purposes, the Mickey Solar Ray was commissioned in 2016, the Florida Solar 5 was commissioned in 2018, and I said commercial operation date for Bell Ridge is September of 2023.

Next slide, please. What we want to talk to you about today is the Bronson Solar project. Bronson Solar, LLC, is a unregulated subsidiary of NextEra. NextEra Energy, for those of you who aren't familiar with the energy space, is one of the largest energy producers and suppliers in the
country. They are -- have significant holdings in the state of Florida, and they own -- they're the parent company to Florida Power \& Light, which is the biggest utility in the state of Florida.

This proposed project is going to be in Levy County. It's 74.5 megawatts, and we're going to have about 200,000 solar panels in that -- in that facility. And, you know, just for comparative purposes, think about serving the energy needs for about 13,000 homes. That's a lot of energy for -from a particular facility. Another way of looking at it is if you look at three Magic Kingdoms, it can serve three Magic Kingdoms equivalent, so it's a big facility. And the expected commercial operation date for this facility is the fall of 2025.

Next slide, please. One of the things that we liked about this project from a District perspective is that we're going to get some geographic diversity. This project is going to be located up in Levy County, which is the -- I think it's a gold or yellow-colored signed. Sometimes my things blur a little bit.

VICE CHAIR BARAKAT: Mustard, maybe.
MR. CROOKS: Yeah, mustard. And so what we
were trying to do there, in part, is to make sure that we don't have everything as close as we do in Orlando such that weather can't knock out all of our sites at one time. I think this will be a good thing for us. It's on the Duke system, which is -that surrounds the District's service territory, so no matter where we go to get resources, if it's connected to the Duke transmission system, we're in -- good in terms of getting energy.

I want to talk a little bit about how we arrived at the Bronson project. Prior to this negotiation, we had an agreement in place with Regis Energy, and we had that agreement in place from -- in 2021. And there have been six amendments to that agreement because of lots of different difficulties in terms of supply and chain issues, financing costs, and financing capabilities.

And in January of 2024, we made the decision as a District to terminate the agreement, and they concurred, as well, because they couldn't get financing to build the project. So we terminated that contract in 2024, January, and we then embarked on a discussion with NextEra Energy to see if we can replace that project, and that's what has
gotten us to the point where we are.
Next slide, please. With this new resource in place, the District is going to have, what $I$ believe, is the envy of a lot of utilities in terms of how a portfolio is situated. On the left-hand side is the existing portfolio with the three resources that we talked about earlier, and it shows at about approximately 21 percent of our energy is provided by those three solar facilities.

When the District approves this, or if the District approves the Bronson project, on the right-hand side you'll see that approximately 35 percent of the District's energy for its customers will come from those renewable resources. And the remaining portion of the District's resources is going to come from natural gas in the foreseeable future. And that's a -- that's a good thing for us to do this because the solar projects represent a good hedge against natural gas prices. If you look at the forward curve right now for natural gas, the prices are going up, and it will continue to go up as long as market forces are at play. And so when you do this project at the fixed price, you're essentially taking out the risk of the volatility in the pricing going forward.

Next slide, please. We didn't do this project because it was the thing to do. We did this project because it's -- are proposing this project because the District is going to reap substantial benefits, cost savings from this project with NextEra. And our estimate right now is that it's going to give us tens of millions of dollars of savings over the 20-year term as demonstrated in this graphic. We don't propose projects that are going to cost us more money; we propose projects that's going to save the District and its customer base as much money as we possibly can.

Next slide, please. So from a -- just from a District's perspective, the Bronson Solar project is the least cost alternative that we have evaluated. We've looked at several different developers, several different sources of supply for the District, and at the end of the day, this turns out to be the least cost alternative for the District.

One of the great things about doing these solar projects as well is that there's no capital outlay for the District. There's no bond issue, there's no taxable bond issue, or anything of that sort. This is all borne by the developer. So from
a risk perspective, the District is kind of held risk-free, if you will, in terms of spending their own capital to the build these projects, and that's a great thing.

It's a fixed price of 20 years. Again, which gives us protection against volatility in the natural gas market. For those of you who monitor the natural gas market, it's the most volatile commodity out there. So when we can levelize the price, we're going to keep the customers' cost levelized, as well, which is a benefit for them. It's an effective hedge against natural gas, as we said previously. We have gotten geographic diversity so that everything is not located here in Central Florida, so if thunderstorms, which we get our fair share of here in Central Florida, cannot wipe out what we are doing in terms of generating energy.

And then last but not least, we are on the Duke transmission system, a very reliable transmission system, but the truth of it is we can't do anything and bring power to the District's customers without going through Duke's transmission system. We have a tenured relationship with Duke of over 50 years, and it continues to be a strong
relationship for us with our power supply plant, and we expect that to be the case for the future.

So we are asking the Board for approval of this project, to sign this project with NextEra because we think it's going to be a great thing for the District, and it's going to save a significant amount of money over the 20-year term of the period.

VICE CHAIR BARAKAT: Ray, thank you for a very thorough and thoughtful presentation. No surprise after the very high standards that we're used to from your team, so thank you. I'd like to open the floor to any -- any questions. Supervisor Aungst.

MR. AUNGST: Yes. Thank you, again, for the presentation. I really appreciate this, and, obviously, it looks like a great, great project. The question $I$ had is the acceptable site in Levy County. Is that site -- is that entitled? Are they ready to go in terms of development? Does it exist? Does the project exist? Are they developing it? What's the status in terms of site approval, entitlements, and I see it's going to be operational, estimated in 2025, so I assume they've got some work to do there?

MR. CROOKS: They are doing some work, but
they're going through their due process internally, but everything indicates 95 percent that we're ready to go in Levy County, and that's the site that they're going to have.

There is a slight chance, very small, that they may move it somewhere else, but as of right now, we think we're about 95 percent that they're going to have it in Levy County.

MR. AUNGST: So they're still doing due diligence. Do we have any kind of guarantees or notice on delays, or if that -- if there's something that comes up in the entitlements process or development process that -- that we get notified of that?

MR. CROOKS: We'll get notified of that, and if they delay the COD date, the commercial operation date, then the District will have recourse in terms of getting money for power supply that we'll have to provide for ourselves if they change the location. Based on conversations with them continuing, there's virtually no chance, but, you know, 5 percent is still 5 percent.

MR. AUNGST: Understood. Thank you, sir.
MR. CROOKS: Okay.
VICE CHAIR BARAKAT: Any other questions?

MR. MATEER: Move approval.
VICE CHAIR BARAKAT: Just a couple -- we'll get there. I just want to -- just a couple quick ones just to absolutely underline this, and I think you've stated it quite clearly, but we believe there's a significant cost savings engaged in this contract versus saying buying natural gas on the -on the open market; is that right?

MR. CROOKS: That is correct, yeah.
VICE CHAIR BARAKAT: Great. And I guess -- I know we've -- I've confirmed with Stephanie. You can -- you can confirm for me, Stephanie, the District, you've had conversations with the largest rate payer, Disney, and they're -- they're comfortable with this decision?

MS. KOPELOUSOS: Went over this with them just this week and made sure they were comfortable with moving forward.

VICE CHAIR BARAKAT: Okay. Thank you. Well, look, obviously -- and, Ray, just to confirm, you believe there's value also not just in the good pricing we're getting, but this helps us grow the relationship with NextEra, which there's value there, as well.

MR. CROOKS: That's a great question.

Secondary to the savings, which I know the Board is very interested in, this will help us to cement and continue to grow our relationship with NextEra, the largest provider of energy resources in the state of Florida. And so going forward we want to make sure we have a good solid relationship with them because I assume in the future we're going to have to go to them to get energy supply for the District and its customers, yes.

VICE CHAIR BARAKAT: Great. And you mentioned that in kind of earlier conversation that this would -- this would be for daytime use, there would be no need for sort of a battery storage.

MR. CROOKS: Yeah. This is a facility that will supply the daytime hours load for the District. There is no contemplation yet on battery technology because it's not cost effective at this point. It's going to be several years down the road before the District will even look at battery technology because it's so expensive; however, we do evaluate that every single time that we look at the portfolio, and the RCES team is hard at work making sure that we're making the right decisions when we make these recommendations.

VICE CHAIR BARAKAT: Great. Well, thank you.

Obviously, you're all on-board, the largest rate payer is on-board, and I think given the cost savings, as well, they're our largest rate payer, they're not our only one, and I think the other folks in the District can take solace that we're looking to make sure their costs are as low as possible, so thank you for that presentation. And with that, is there a motion to approve?

MR. MATEER: Move approval.
MS. ZIEGLER: Second.
VICE CHAIR BARAKAT: Second. In that case, all those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All opposed? Let the record reflect that the motion passes unanimously. Thank you, sir.

For other business, I would like to welcome our CFO, Susan Higginbotham, up to present the financial statements, and we'll also hear from our auditors at Cherry Bekaert. Hi, Susan.

MS. HIGGINBOTHAM: Hi. Thank you. Yes, I will be presenting the fiscal year ' 23 annual financial statements. The year end was September 30th, 2023. Following my presentation, I will ask our auditors from Cherry Bekaert to come
up and present the audit results.
Before I begin, I would like to give a thank you to my staff for all of their hard work every day doing their daily transactions and reconciling accounts. That is the basis of our financial statements. And, secondly, a thank you to Heidi Powell, my manager of financial reporting and analysis, for her work compiling these financial statements.

Cherry Bekaert is our auditor. This is the third year that they have audited us. Since they are following me, I will let them present the audit findings on what they are engaged to do. I may have a list of internal controls and things they will opine on.

Going over the financial statement highlights for fiscal year '23, we do have an increase in our net position. Essentially, in laymen's teams -terms, our net position is our assets over our liabilities. Total ending net position is 630 million. Again, that's $\$ 66$ million over previous year.

For governmental activities, that's our general fund, our ad valorem side. Total net position of 287 million, with 179 million collected
in ad valorem taxes; interest and investment income, 7.9 million; other revenues, 4.1 million. That consists primarily of our permits and fees, and then operating expenditures of 158 million.

On our utility side, ending net position of 343 million; utility service charges of 189 million; interest and investment income of 5.7 million; 487,000 of other revenues and operating expenditures of 162 million.

Other things I'd like to highlight is we have a decrease in our net long-term debt from 917 million to 854 million, and the reason for the decrease in debt is principle payments. We didn't any additions or refundings during this year.

We -- the District is a participant in the Florida Retirement System for our employees, and, as such, we are required to record a net pension liability each year. And the Florida Retirement System assigns us our percentage. For fiscal year '24 that amount is $\$ 65.1$ million, and that's up \$6 1/2 million from last year. And in case you're curious, it's .128 percent of the total FRS liability.

The District also records a liability for our other post-employment benefits, and we do hire an
actuary to calculate this for us. Slightly down from 51 million to 50.5 million. And last year we did have a loss in our interest income of 8.8 million. This year we have interest in investment gains of 13.6 million, and a lot of that is attributed to the market value of our investments on September 30th of the year.

This slide depicts a five-year history of our ad valorem taxes versus our governmental operating expenses. As you can see, from '19 to '23, we have a steady increase. As we increase assessed values and services provided over the District, you'll notice in the middle, ' 20 and ' 21 , decreases, of course, due to COVID.

This slide represents our utility revenues and expenses over a five-year period, comparing 2019 to 2023. They are almost equal; 2023 being more. But, again, you'll notice in the middle the decrease is due to COVID. We did have operations shut down during COVID, so we had less utility revenue, and then we had a slow soft reopening, so that's why you have the gradual increase.

Capital assets, we have two pie graphs. We have the capital assets on the governmental activity side totaling $\$ 958$ million, the largest
portion of that is our infrastructure: roads, bridges, drainage structures, that sort of thing. And on our utility side, total of 304 million, and the majority is split between our plants, our utility system, and our machinery and equipment.

Our outstanding debt at September 30th on the ad valorem side, we had a total outstanding debt of 652 million. The largest portion of that is our series 2020-A, as we name it, and that was essentially a refunding of our 2013-A, which was used to build the orange and lime garages, the Buena Vista Drive corridor, and the Epcot interchange loop. That was refunded in 2020, and we decreased our interest rate from 4.63 to 2.65 at that time.

On the utility side, we had outstanding debt on September 30 th of 162 million, which the largest portion being the 2021 series, that you heard Chris talk about earlier, and that is general use for upgrading and maintaining her equipment through the utility services. We have a lot of assets as you've seen that are extremely old, so she has her list, and we help her repair them.

MS. FERRARO: They're tenured, they're not old. They're tenured.

MS. HIGGINBOTHAM: Sorry, sorry.
VICE CHAIR BARAKAT: Tenured, tenured.
MS. HIGGINBOTHAM: Sorry. Tenured, tenured. This slide depicts our credit ratings with the scale being the highest, AAA, to the lowest being D. You see we're right -- stable $A$, and this also could be characterized as investment grade, so we're good with our investments and our overall financials.

And then who -- who do we send our financials to? Who is most interested besides the Board and everyone here? For the state of Florida, we submit our statements to the Auditor General, the Department of Financial Services, and the Department of Revenue. For the municipal securities rulemaking board, otherwise known as the SEC, we are required to post our statements electronically on EMMA, the Electronic Municipal Market Access.

We also send our statements to various rating agencies, insurers, bondholders, trustees, and for our general taxpayers and utility customers, we do post our financial statements on our website, oversightdistrict.org.

Then just to bring it full circle to where we
are today, fiscal year '24, just a reminder on the budget that you approved. For the ad valorem side, our governmental activities, $\$ 188$ million budgeted for ad valorem revenue; 6.1 for other revenue; and expenses, 135 for operating expenses, 135 million; and 58.5 million for debt service. Our millage rate that you approved was 12.95 mills.

The utility side, we have total customer revenues budgeted of 192.7 million, and other revenues of 22.7 million. Operating expenditures for utilities, 167 million; debt service, 27.4 million; and other expense of 20.8 million. We did budget to have debt service coverage of 1.51 , minimum required per our bond documents is 1.1.

So that concludes my presentation. I'm going to ask Justin Conley and Lauren Strope to come up and present the audit results.

MS. STROPE: Good morning, Mr. Chair, and members of the Board.

VICE CHAIR BARAKAT: Good morning.
MS. STROPE: My name is Lauren Strope, and I am a partner with Cherry Bekaert, and I am pleased to report on the audit results to you today, along with Justin Conley, the manager. We can go to the next slide.

VICE CHAIR BARAKAT: Thank you.
MS. STROPE: This is just a brief agenda. I won't read off all the words on the slide, but, basically, we're going to take you through the nature, the timing, the extent, and, most importantly, the results of the audit procedures that we performed this year.

Next slide. This represents your client service team, Brian Liffick, is your engagement partner. He's sad he couldn't be here today, but I'm very happy that I am. My name is Lauren Strope, and I was the second partner reviewer, meaning that after the team completed their audit, they sent it to me, and I reviewed it to make sure all the $T$ 's were crossed and the I's were dotted. We did have Ron Conrad, who was very much a part of this engagement team, as well. Obviously, we have Justin here to present to you later along in the presentation.

Next slide. So we have completed our audit of the District and have rendered our opinion dated March 28th of 2014 (sic). We issued unmodified opinions on all of your financial statements. What does that mean? It used to be called unqualified, but it's a clean opinion. It's the only type of
opinion that you want.
We also issued clean or unmodified reports on your investment with local government investment policies as required by the state of Florida, and your compliance with their trust signature, as well as we completed and issued the management letter that's required by the Florida Auditor General, and that was a no comment letter, so good news all the way around.

Next slide, please. In auditing, we do consider internal control over financial reporting. We actually don't opine on internal control, but we are required to kind of take a deep dive into all the controls that are in place here at the District as it relates to how management drafts your financial statements.

If we become aware of any sort of significant deficiency or material weakness as it relates to those internal controls, we would be required to communicate that to you today. Drum roll, please, next slide. We are pleased to report that we did not have any significant deficiencies or material weaknesses reported in our report.

Next slide. We did, however, have a couple of internal control recommendations, really just to
improve the controls that you have here at the District and to follow some best practices. We had six recommendations. Four related to your capital assets. Things like looking over the infrastructure policies, CIP, and things of that nature. We had one related to purchase cards, credit card usage here at the District with employees, and then the final one related to related party transactions and making sure that all of the documentation related to those is appropriately maintained.

But, again, these did not rise to the level of any sort of significant deficiency or material weakness. They are simply areas for room for improvement.

We are also required to communicate to you any sort of corrected or uncorrected misstatements in the financial statements. Basically, what that is, is after management provides us with the balance to the financial statements, if we, as the auditor, have to say, hey, these entries need to be made in order to bring this in accordance with GAAP, Generally Accepted Accounting Principles, that would be a corrected misstatement. An uncorrected misstatement is the exact same situation only
management, for whatever reason, does not record it.

We are pleased to report that we didn't have any misstatements; meaning, we, as the auditor, did not have to make any entries in order to bring the financials into accordance with GAAP.

And with that, $I$ 'm going to turn it over to Justin and kind of go over some of the qualitative aspects of your accounting practices.

MR. CONLEY: Hello, appreciate you having us. I'm just going to take it from here and finish it off. So here we have qualitative aspects of accounting principles. Management is responsible for the selection and use of appropriate accounting policies as described in Note 1 of the financial statements.

In October -- on October 1st, 2022, the District did adopt GASB 96, which is related to subscription-based information technology arrangements, which amended the existing accounting and reporting for SBITA. Those are all -- and we noticed -- noted no inappropriate accounting policies within the District.

Next slide, please. All right. As part of our audit, we do evaluate the District's
identification, accounting for and disclosure of any related parties, and any related party transactions that may occur. We are pleased to note that there were no related parties that were noted that were undisclosed to us, none that did not have a business purpose, and none that were un-- I'm sorry, none that lacked a business purpose --

MS. STROPE: Non-compliant applicable.
MR. CONLEY: Yeah, sorry. Non-compliant with applicable loss.

Next slide, please. Significant unusual transactions. We noted that there were none that were entered into that did not have authoritative guidance or a consensus. All significant transactions have been properly disclosed in the financial statements in the proper period.

For purposes of this presentation, professional standards define the significant unusual transactions as any that occurred outside the normal course of business, and any that are unusual due to their size, timing, or nature. I am pleased to note that there were none that were noted.

Significant estimates. So accounting
estimates are an integral part of financial statements. They are developed by management using past, current, and present knowledge. There are some that are more significant than others to the financial statements, and that's based off of any future effect that may affect the financial statements. The most sensitive ones are noted below, including depreciative lives, fair value, and various other ones.

The financial statement disclosures are neutral, consistent, and clear. No issues there. For independence consideration, non-attest services. This year we did assist with the drafting of the IRS closing agreement request letter and submission to the IRS for the self-reported payroll tax matter. For non-attest services that we provided, it is management's responsibility to provide a competent employee to oversee the services, to evaluate the services, and, ultimately, to accept responsibility for the result of the services. Besides that, there were no other independence considerations for us in regards to the District.

So just go through a couple things here from other required communications. We did not
encounter any difficulties with the upper management, thanks to Susan and Heidi. It's always been a pleasure working with them since we started. We did not have any disagreements with management during the year. There were no issues that were noted that were too contentious for us that we had to consult anybody outside the engagement team, and we have requested certain representations from management as noted in the management representation letter that's dated March 28th, 2024.

To our knowledge, there were no such consultations with accountants for management seeking outside services. There were no findings or issues that we noted. These -- all the issues that we discussed that occurred during the professional course of business were not a condition for our retention.

There were no fraud or illegal acts noted as of the date of this presentation, and there are no events or conditions noted that indicate any sort of substantial concern about the District's ability to continue as a going concern.

Other matters as related to the required supplementary information. We do apply a certain
limited procedures to the required supplementary information. We do this by making inquiries of management on their assumptions and methods of preparing information. And we compare that for consistency with inquiries that we made during the audit and any other knowledge that we may have gained during the audit of the financial statements. We do not express an opinion on the RSI as the limited procedures that we perform do not provide us with sufficient evidence to provide such an opinion or assurance.

Here you see upcoming financial reporting changes that will go into effect in the coming years. These standards will be effective for the District and will effect the financial reporting, and we are happy to discuss with management any potential impacts that the District will have in regards to implementing these upcoming statements.

And that is it for our presentation. Thank you.

VICE CHAIR BARAKAT: Great. Thank you. Thank you, Susan and Justin and Lauren, for your presentation. I have a couple -- couple questions, but I'll let any questions from the rest of the Board. Okay. So just to -- just to be clear, I
heard no material inaccuracies or misstatements; is that -- is that right?

MS. STROPE: That is correct.
VICE CHAIR BARAKAT: Great. And would you say, in your opinion, that the District's accounting practices are in line with sort of best -- best practices for equivalent special districts government entities at this point?

MS. STROPE: We would. We definitely took a deep dive into those internal controls, and so those six recommendations are really what we believe would bring it in line with best practices. But other than that, no, we did not have any additional recommendation.

VICE CHAIR BARAKAT: Great. Could you -could we bring up the slide? There was the six -six items to be addressed. Now, fair to say, these are -- seem to be in line with kind of bringing the District up to fully in line sort of best practices separating the operations of the District where -from the sort of the prior structure, I guess. Is that sort of where some of these issues came up, or would that be...

MS . STROPE: Yes.
MS. HIGGINBOTHAM: Yes, these are best
practices that were found as we did additional testing as requested by the prior board chair. And a lot of these things were in place already but were not memorialized as a policy, and some we have recognized that we will be doing. We have remediated three of these already with policies in narratives or written documents, and the other three we are working on and will be completed by our next audit of 9/30/2024.

VICE CHAIR BARAKAT: Perfect. You answered my next question. I understood we already addressed three, which is a testament to your team's efforts. Thank you for that. Obviously, we want to make sure we're -- this is the -- you know, we're famous worldwide for our, obviously, the tourism destination. We want to make sure we're also well-known, well regarded, for our government best practices, so I'm glad we're well on the way there.

I guess -- I noted there were no significant difficulties with management. Would you say there were any insignificant difficulties with management? No, I'm just kidding. You don't have to answer that.

MS. STROPE: No -- I'm sorry --
MS. HIGGINBOTHAM: I'll answer that.

VICE CHAIR BARAKAT: But, in seriousness, thank you for a very thorough audit and presentation. To credit Susan, obviously, thank you for your efforts and our auditors for your hard work. With that, if no further questions, I will entertain a motion to accept the results.

MS. ZIEGLER: So moved.
VICE CHAIR BARAKAT: Is there a second?
MR. PERI: Second.
VICE CHAIR BARAKAT: All those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: Any opposed? Hearing none, let the record reflect the motion passes unanimously. Thank you. Susan, again, thank you for all of your efforts and for the auditors' hard work.

Would you mind, Susan, presenting the carry forward budget amendment?

MS. HIGGINBOTHAM: Yes, certainly. We have a fiscal year ' 24 budget amendment, which is a carry forward to set forth appropriations from our fiscal year, 2024, beginning fund balance to provide for the continuation of roadway and drainage projects rolled forward from fiscal year '23, and additional
bus service costs totaling $\$ 4.192$ million.
So in the slide before you, you will see that we have at the top part, which would be considered a use of our fund balance that we are going to tap into. Roadway projects, drainage projects, and then the bus services for the total of 4.12. These were budgeted in fiscal year ' 23 . They were not completed; therefore, we were -- the money that was not spent was rolled into our beginning fund balance for fiscal year '24, and that's what you see as the source, which is our fund balance, which shows the use of -- source of negative 4.12. This does net to zero because this is a balanced budget transfer.

VICE CHAIR BARAKAT: Very good. Any questions about -- Supervisor Aungst.

MR. AUNGST: Yes, Mr. Chair. Susan, thank you. I understand this is simply funding these projects that were previously funded for this current fiscal year. I did have a question on the milling and resurfacing, and it might be a Craig question. But, essentially, I recall that we talked about how we're kind of playing catch up on that, and so my question is: Will this get us to where we need to be in your opinion in terms of the
quality of the road surface and making sure that that priority is funded.

Because I know for myself, and I'm sure for the rest of the Board, you know, we want the highest quality, best roads, whether it's being used by visitors or cast members, team members, whether it's back of lot or front of lot. I mean, and these guardrails -- we talked about that at one of our first meetings, and we talked about that being a priority. So I just wanted to get maybe just a brief overview of where we're at holistically on those two things.

MS. HIGGINBOTHAM: Katherine, do you want to come up?

MS. KOPELOUSOS: I'll go ahead and step in as Katherine walks up. We have some work to do.

MR. AUNGST: Yeah.
MS. KOPELOUSOS: Quite a bit.
MS. LUETZOW: Yes. So overall we still have some catch-up work to do, but what this allows us to do is -- Craig is currently out to bid for our next milling resurfacing, so it frees up and make sure we have those funds that are currently budgeted for that project to implement to help us continue to catch up.

MR. AUNGST: Do we have an idea of what it would take to get us back to where you would say there's like an acceptable, like, phasing -- like, what a normal resurfacing and milling schedule would look like? Because I'd like to get us to that point where you get there as soon as possible, and whether we need to budget for that, you know, I'm fine with that. But I'd like to understand it a little more. And not -- you don't need to respond in detail now, but...

MS. LUETZOW: We are collectively working on that right now.

MR. AUNGST: To be continued.
MS. KOPELOUSOS: You're going to see it, as we begin to work on the budget for next year for y'all, so you will see some additional information come up.

MR. AUNGST: Excellent. Thank you, guys. I appreciate it. Thank you so much.

VICE CHAIR BARAKAT: Great questions, Supervisor Aungst. I think that reflects an item high priority for everyone on -- on this Board. Any other -- any other questions? All right. Hearing -- hearing none, is there a motion to accept the carry forward budget amendment?

MR. AUNGST: So moved.
MR. MATEER: Second.
VICE CHAIR BARAKAT: Thank you, gentlemen. All those -- hearing second -- a motion and a second, all those in favor, say, yea.

THE BOARD: Yea.
VICE CHAIR BARAKAT: All -- any opposed, say, nay. Hearing none, let the record reflect that the motion passes -- the amendment passes unanimously. Very good. Susan, thank you, and thank you to the entire team.

Before I ask for a motion to adjourn -- and, by the way, thank you-all for a very efficient and thorough -- thorough meeting. It covered a lot of ground and thanks, everyone, for hanging with us.

Before I ask for a motion to adjourn, any members have any -- any comments? Hearing none, I guess I'll just -- I'll make a comment. I should have mentioned this earlier, but, obviously, we'll wish a happy -- happy Passover to those celebrating and an upcoming -- I'll wish in advance a happy Orthodox Easter on May 5th, particularly, Stephanie. Thank you.

MR. AUNGST: And Mike.
VICE CHAIR BARAKAT: And, Mike. Of course.

Sorry. Thank you. And everybody else and the millions and millions of people.

So, with that, is there a motion to adjourn?
MR. AUNGST: So moved.
VICE CHAIR BARAKAT: Is there a second? MS. ZIEGLER: Second.

VICE CHAIR BARAKAT: All right. We are -- we are adjourned.
(Time ended 11:52 a.m.)


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